

Current report pursuant to FSA Regulation no. 5/2018

Report date: 21.07.2025

Name of the issuing company: Ropharma SA

Headquarters: Brasov, 55 Iuliu Maniu St, Brasov

Sole Registration Code: 1962437 cu atribut RO

Registration number in the Companies' Register: J08/2886/2007

Subscribed and paid capital: 51.126.741,3 lei

Regulated market: BVB, Standard Category

Important event to be reported

ROPHARMA informs the investors that the Extraordinary General Meeting of the Shareholders met on July 21, 2025, 12.00 hours, during which voted a number of 12 shareholders who own, at the reference date 10.07.2025, a number of 416,653,675 shares with voting rights, representing 81.4852%% of the voting rights and share capital.

The Convening of the EGM was published in the Official Gazette of Romania Part 4 no. 2824 from June 19, 2025 and in „Bursa” newspaper no. 109 from June 19, 2025.

The Extraordinary General Meeting of the Shareholders adopted the following decisions:

Art.1. Approves with unanimously approves for the company Ropharma S.A., as borrower, to contract a term loan granted by ING Bank NV Amsterdam, Bucharest Branch (ING Bank/The Bank), to the total amount of **1.000.000 EUR**.

Votes FOR: 416,653,675 AGAINST: 0, ABSTAIN: 0

Art.2. Approves with unanimously approves concluding an ISDA/Master Agreement framework contract based on which currency hedging transactions can be carried out.

Votes FOR: 416,653,675 ; AGAINST: 0 ; ABSTAIN: 0

Art.3. Approves with unanimously approves for the company, as guarantor of the contracted credit facilities or any other guarantee over the company's assets, to guarantee the loans contracted by the companies Bioef SRL, Ropharm Logistic SA, Teo Health SA and Aesculap Prod SRL from ING Bank.

Votes FOR: 416,653,675 ; AGAINST: 0 ; ABSTAIN: 0

Art.4. Approves with unanimously approves for the Company to guarantee the loans contracted from ING Bank (Contract no. 05310/2005, 05310/11 from 29.07.2020, 05310/12 from 04.03.2021, 05310/13 from 06.05.2022, 05310/14 from 28.11.2022, 05310/15 from 28.11.2022, 05310/16 from 15.12.2023, 05310/17 from 15.12.2023, 05310/18 from 27.03.2025) including the debt takeover, interest, commissions and related costs, with movable or immovable assets as follows:

ROPHARMA S.A.

Str. Iuliu Maniu nr. 55, et. 1, 500091, jud. Brasov

Tel : 0268/547230, 0268/547233 ; Fax : 0268/547231

Capital social subscris si varsat : 51.126.741,30 lei

E-mail : office@ropharma.ro ; Web : www.ropharma.ro

- a. Real estate mortgage and related interdictions on buildings located in: Tg. Mures, 8 Livezeni Street, Mures County (CF 131223/Tg.Mures), Bacau, 52 George Bacovia Street, Bacau County (CF 61500/Bacau), Brasov, 318 Calea Bucuresti, Brasov County (CF 154234/Brasov, CF 107972/Brasov, CF 156981/Brasov and CF 156982/Brasov) as identified in the agreements concluded with the Bank;
 - b. The assignment in favour of ING Bank of the compensation rights related to real estate insurance contracts for the property mentioned above;
 - c. Mortgage on the bank accounts opened in the name of Ropharma at ING Bank units, as well as on the present and future amounts in these accounts;
 - d. Movable mortgage on the receivables of the company Ropharma;
 - e. Movable mortgage on stock (no matter the location);
- Votes FOR: 416,653,675 ; AGAINST: 0 ; ABSTAIN: 0

Art.5. With majority of votes unanimously approves the empowerment of Mr. Mihai Miron as CEO or of Mr. Alin Constantin Radasanu as CFO to represent the company in order to negotiate and sign the credit conditions, mortgage contracts, including those in which the company is guarantor, any subsequent additional documents to the above mentioned contracts, as well as any addendums to current contracts, including those for increasing, decreasing or extending credit, approval of subordination contracts and subsequent amendments, blank promissory notes issued by the company, currency transactions contracts of the “Master Agreement” type, withdrawal requests or any types of documents issued by the bank, as well as any other documents necessary or requested by the bank in order to carry out this mandate.

Our attorney may designate another person to carry out this mandate, as appropriate, based on a special power of attorney under a private or authentic signature for situations where the necessary formalities require it (i.e. in the case of concluding real estate mortgage contracts), in order to negotiate and sign the loan contract, the mortgage contract, as well as any documents necessary/requested by the bank in order to carry out the decision.

This resolution supplements the previous provisions of the Company's AGM resolutions, the provisions of which will continue to apply, to the extent that they are not expressly or tacitly repealed (the repeal must be communicated to the Bank) and are not incompatible with the provisions of this resolution (these conditions to be met cumulatively).

This mandate is valid for a period of 1 (one) year from the date of granting and will be automatically renewed for successive periods of 1 (one) year, unless the mandate granted under this power of attorney is expressly revoked. In the event of revocation of the mandate, the obligation to notify the Bank of its termination lies with the principal. The Bank shall not be held liable in any way if it has not been duly informed.

Votes FOR: 416,653,675 AGAINST: 0, ABSTAIN: 0

Art.6. With majority of votes/Unanimously approves the date of **August 21, 2025** as registration date, according to FSA Regulation nr. 5/2018.

Votes FOR: 416,653,675 ; AGAINST: 0 ; ABSTAIN: 0

Art.7. With majority of votes/Unanimously approves the date of **August 20, 2025** as ex-date, according to FSA Regulation nr. 5/2018. (Votes FOR: 416,653,675 ; AGAINST: 0 ; ABSTAIN: 0

ROPHARMA S.A.

Str. Iuliu Maniu nr. 55, et. 1, 500091, jud. Brasov
Tel : 0268/547230, 0268/547233 ; Fax : 0268/547231
Capital social subscris si varsat : 51.126.741,30 lei
E-mail : office@ropharma.ro ; Web : www.ropharma.ro

Art.8. Empowers Mr. Mihai Bratescu who will fulfill the publicity and registration formalities regarding the General Assembly of Shareholder's Decision. Votes FOR: 416,653,675 , AGAINST: 0, ABSTAIN: 0.

CEO
Dr. pharm. Mihai MIRON

ROPHARMA S.A.

Str. Iuliu Maniu nr. 55, et. 1, 500091, jud. Brasov
Tel : 0268/547230, 0268/547233 ; Fax : 0268/547231
Capital social subscris si varsat : 51.126.741,30 lei
E-mail : office@ropharma.ro ; Web : www.ropharma.ro